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Professional Association

BENNETT DREW FULTZ
IMMIGRATION & NATURALIZATION
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BERNARD B. CUTRONE
OF COUNSEL

August 9, 1995

Florida Department of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: MINOCQUA, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above-named corporation together with a copy, and our check No.: 22797 in the amount of \$131.25 which represents your fee for a profit corporation.

Thank you for your cooperation in this matter. I await receipt of your certificate as soon as possible.

Sincerely,

Bennett D. Fultz

BENNETT D. FULTZ
BFD/drj

Encl: as stated

dj.corporat/minocqua

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FILED
55 AUG 14 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
MINOCQUA, INC.**

FILED
95 AUG 14 PM 2:05
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation of MINOCQUA, INC., does hereby form a corporation under the laws of the State of Florida.

ARTICLE I-NAME

The name of the corporation is MINOCQUA, INC.

ARTICLE II-NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III-CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is One Hundred (100) shares, a \$1.00 per share. All such shares are of one class and are common stock.

ARTICLE IV-TERMS OF EXISTENCE

This corporation is to have perpetual existence.

ARTICLE V-ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 619 S.W. 12th Avenue, Miami, Florida 33130. The registered agent of the corporation will be BENNETT D. FULTZ, and for the purposes of receiving service of process the registered office of this corporation is 619 S.W. 12th Avenue, Miami, Florida 33130.

ARTICLE VI-INITIAL DIRECTORS

This corporation shall have one director initially.
(A NATURAL PERSON OVER 18 YEARS OLD). The number of directors may be increased or diminished from time to time as provided by by-laws adopted by the stockholders.

ARTICLE VII-INITIAL DIRECTOR

The name and post office address of the member of the first board of director is:

NAME AND ADDRESSE

Betty Miller
619 S.W. 12th Avenue
Miami, Florida 33130

POSITION

President/Secretary

ARTICLE VIII-SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation, the number of shares of stock is agree to take and the value of the consideration thereof:

NAME AND ADDRESS:

Betty Miller
619 S.W. 12th Avenue
Miami, Florida 33130

SHARES

100

CONSIDERATION

\$100.00

ARTICLE IX-AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of director, proposed by it to the stockholder, and approved by the board of director, at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all directors and all the stockholders signed a written statement manifesting their intention that a certain amendment of these articles of incorporation is made.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named for the purposes of forming a corporation to do business in the State of Florida, does make and files these Articles of Incorporation hereby declaring and certifying the facts and things contained therein are true and agree to take the number of shares hereinabove set forth, hereunto set her hand and seal this 31 day of August, 1995.


BETTY MILLER
President/Secretary

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLE OF INCORPORATION

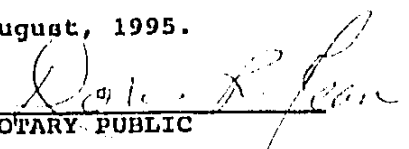
I, BENNETT D. FULTZ hereby am familiar with an accept the duties and responsibilities as registered agent for said corporation.


BENNETT D. FULTZ

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

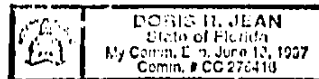
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared BETTY MILLER and BENNETT D. FULTZ who are personally known to me and known to be the persons described in, and who executed the foregoing instrument and acknowledgment before me that they executed same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state
last aforesaid on this 8th day of August, 1995.


NOTARY PUBLIC

MY COMMISSION EXPIRES:

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FILED
95 AUG 14 PM 2:05
TALLAHASSEE, FLORIDA